UNITED STATES DISTRICT COURT MIDDLE DISTRICT OF TENNESSEE NASHVILLE DIVISION

DOLLIE SUGGARS, KENYA	
MCGAUGHY, and SARAH DICKSON on	
behalf of THEMSELVES and All Others)
Similarly Situated,)
•) COLLECTIVE ACTION
Plaintiffs,	
,) CASE NO. 3:13-cv-906
v.)
) JUDGE TRAUGER
AMAZON.COM, INC., AMAZON.COM.) MAGISTRATE JUDGE BRYANT
DEDC, LLC, and SMX, LLC.	,)
)
Defendants.)
)
)

[PROPOSED] AGREED ORDER

WHEREAS, on October 9, 2013, Plaintiffs accepted Rule 68 Offers of Judgment that were exclusive of Plaintiffs' Counsel's right to petition the Court for recoverable attorney's fees and expenses, see Docs. 68-69; and

WHEREAS, on October 21, 2013, the Court entered judgment in Plaintiffs' favor, see Doc. 83; and

WHEREAS, since entry of the judgment, Plaintiffs' Counsel and Defendants' Counsel have worked cooperatively and successfully in an effort to amicably resolve the amount of attorney's fees and expenses owed to Plaintiffs' Counsel;

NOW, THEREFORE, IT IS HEREBY AGREED BY AND BETWEEN ALL PARTIES that: (i) Plaintiffs' Counsel are awarded attorney's fees and expenses in the total combined amount of \$31,000.00 for all attorney work and expenses attributable to this action; (ii) Plaintiffs' Counsel will not petition the Court for any additional attorney's fees or expenses

associated with this action; and (iii) this action is now CLOSED, except that the Court shall retain jurisdiction for the sole purpose of enforcing this Order as well as the October 21, 2013 Judgment.

ALETA A. TRAUGER UNITED STATES DISTRICT JUDGE

Submitted for Entry: November 7, 2013

/s/ David W. Garrison

JERRY E. MARTIN (BPR # 20193) DAVID W. GARRISON (BPR # 24968) SCOTT P. TIFT (BPR # 27592) SETH M. HYATT (BPR # 31171)

BARRETT JOHNSTON, LLC 217 Second Avenue North Nashville, TN 37201 jmartin@barrettjohnston.com dgarrison@barrettjohnston.com stift@barrettjohnston.com shyatt@barrettjohnston.com Telephone: (615) 244-2202

Telephone: (615) 244-2202 Facsimile: (615) 252-3798

PETER WINEBRAKE* R. ANDREW SANTILLO* MARK J. GOTTESFELD*

WINEBRAKE & SANTILLO, LLC

715 Twining Road, Suite 211
Dresher, PA 19025
Phone: (215) 884-2491
Facsimile: (215) 884-2492
pwinebrake@winebrakelaw.com
asantillo@winebrakelaw.com
mgottesfeld@winebrakelaw.com
* Admitted *Pro Hac Vice*

J. CHRIS SANDERS*

Attorney At Law 7982 New LaGrange Road, Suite 5 Louisville, KY 40220 (502) 558-6337 (502) 339-4474 (cell)

jchrissanders@yahoo.com

* Admitted Pro Hac Vice

DAVID O'BRIEN SUETHOLZ*

KIRCHER, SUETHOLZ AND GRAYSON, PSC 515 Park Avenue Louisville, KY 40208 Telephone: (502) 636-4333

Facsimile: (502) 636-4342

dave@unionsidelawyers.com

* Admitted *Pro Hac Vice*

Attorneys for Plaintiffs

/s/ Richard G. Rosenblatt (with permission)

RICHARD G. ROSENBLATT JOSEPH A. NUCCIO

MORGAN, LEWIS & BOCKIUS, LLP

502 Carnegie Center Princeton, NJ 08540

Telephone: (609) 919-6600

Fax: (609) 919-6701

rrosenblatt@morganlewis.com jnuccio@morganlewis.com

REBECCA EISEN THERESA MAK

MORGAN, LEWIS & BOCKIUS, LLP One Market, Spear Street Tower San Francisco, CA 94105-1596 Telephone: (415) 442-1000 Fax: (415) 442-1001 reisen@morganlewis.com tmak@morganlewis.com

MORRIS REID ESTES, JR.

DICKINSON WRIGHT PLLC Fifth Third Center 424 Church Street Suite 1401 Nashville, TN 37219-2392 Telephone: (615) 244-6538 restes@dickinsonwright.com

Attorneys for Defendants Amazon.com, Inc. and Amazon.com.DEDC, LLC

/s/ Robert Earl Boston (with permission)

ROBERT EARL BOSTON K. COE HEARD

WALLER, LANSDEN, DORTCH & DAVIS, LLP Nashville City Center 511 Union Street **Suite 2700** Nashville, TN 37219 Telephone: (615) 244-6380

Fax: (615) 244-2804 bboston@wallerlaw.com coe.heard@wallerlaw.com

Attorneys for Defendant SMX, LLC